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BY DOCKET FILING

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***Re: Sears Holdings Corporation, et al., Case No. 18-23538 (RDD), and the Modified Second Amended Joint Chapter 11 Plan of Sears Holdings Corporation and Its Affiliated Debtors (the “Plan”)***

Dear Ms. Colon and Mr. Chico-Barris:

Reference is made to the continued hearing on confirmation (the “**Confirmation Hearing**”) of the Plan of Sears Holdings Corporation and its affiliated debtors (collectively, the “**Debtors**”) that was held on October 7, 2019, held in the Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”). As requested by the Bankruptcy Court at the Confirmation Hearing, the Debtors hereby confirm that the injunction provision provided in Section 15.8 of the Plan does not seek to enjoin any actions against non-Debtor third-parties.

This letter is not intended to constitute the Debtors’ consent to Santa Rosa Mall, LLC’s request for relief from the automatic stay or in any way affect the *Supplemental Motion for an Order Finding the Automatic Stay Inapplicable or, in the Alternative, for Relief from the Automatic Stay and Memorandum in Support Thereof* (ECF No. 5124), filed on September 11, 2019 (the “**Supplemental Lift Stay Motion**”). The Debtors reserve all rights as to the Supplemental Lift Stay Motion, including their right to object.

Should you have any questions, please feel free to contact me.

Sincerely,

/s/ Sunny Singh

Sunny Singh, Esq.